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Form 990-PF

## Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

For calendar year 2013 or tax year beginning

, and ending

- Do not enter Social Security numbers on this form as it may be made public.
- Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

FEDERAL DATE APR 23 2014

Name of foundation

DAVID &amp; LINDA HUGHES FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

1619 HOLTS GROVE CIRCLE

Room/suite

City or town

State

ZIP code

WINTER PARK

FL

32789

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

26-4700729

B Telephone number (see instructions)

(407) 581-6912

G Check all that apply.

- Initial return
- Initial return of a former public charity
- Final return
- Amended return
- Address change
- Name change

H Check type of organization  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 1,060,954

J Accounting method.  Cash  Accrual  
 Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► 

## Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	21,880	21,384		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	23,816			
b	Gross sales price for all assets on line 6a	277,261			
7	Capital gain net income (from Part IV, line 2)		23,816		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	45,696	45,200	0	

Revenue	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	7,842	3,921	3,921	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	369	139		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	8,211	4,060	0	3,921
	25 Contributions, gifts, grants paid	65,000			65,000
	26 Total expenses and disbursements. Add lines 24 and 25	73,211	4,060	0	68,921
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-27,515			
	b Net investment income (if negative, enter -0-)		41,140		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	4,975	9,529	9,529
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	957,644	928,474	1,051,425
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	962,619	938,003	1,060,954
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	962,619	938,003	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see instructions)	962,619	938,003	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	962,619	938,003	

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	962,619
2	Enter amount from Part I, line 27a	2	-27,515
3	Other increases not included in line 2 (itemize) ► OUT OF PERIOD ADJUSTMENT	3	3,292
4	Add lines 1, 2, and 3	4	938,396
5	Decreases not included in line 2 (itemize) ► RETURN OF CAPITAL	5	393
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	938,003

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> See Attached Statement				
<b>b</b> See Attached Statement				
<b>c</b> See Attached Statement				
<b>d</b> See Attached Statement				
<b>e</b> See Attached Statement				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a			0	
b			0	
c			0	
d			0	
e			0	
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	23,816
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part Yes  No

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	69,970	994,318	0.070370
2011	29,535	1,043,782	0.028296
2010	7,703	588,828	0.013082
2009		452,300	0.000000
2008			0.000000
2 Total of line 1, column (d)			2 0.111748
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.027937
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,023,675
5 Multiply line 4 by line 3			5 28,598
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 411
7 Add lines 5 and 6			7 29,009
8 Enter qualifying distributions from Part XII, line 4			8 68,921
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1. Date of ruling or determination letter \_\_\_\_\_ (attach copy of letter if necessary—see instructions)

1b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

1c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

6a 2013 estimated tax payments and 2012 overpayment credited to 2013

6b Exempt foreign organizations—tax withheld at source

6c Tax paid with application for extension of time to file (Form 8868)

6d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2014 estimated tax ► Refunded ►

1	411
2	0
3	411
4	
5	411
6a	245
6b	
6c	
6d	
7	245
8	
9	166
10	0
11	0

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?  
*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*

1c Did the foundation file Form 1120-POL for this year?

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  
(1) On the foundation. ► \$ \_\_\_\_\_ (2) On foundation managers. ► \$ \_\_\_\_\_

1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ \_\_\_\_\_

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?  
*If "Yes," attach a detailed description of the activities*

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
*If "Yes," attach the statement required by General Instruction T*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  
• By language in the governing instrument, or  
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see instructions)  
FL

8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8b	X	
9	X	
10	X	

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► SUNTRUST BANK Located at ► 300 S. ORANGE AVE STE 775 ORLANDO FL	Telephone no ► (407) 581-6921 ZIP+4 ► 32801	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		15 N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►	16	Yes X No

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	
1c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))	
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20____, 20____, 20____, 20____	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			5b N/A
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? If "Yes" to 6b, file Form 8870		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID HUGHES 1629 HOLTS GROVE CIRCLE WINTER PARK, FL 327	OFFICER AS REQ'D	NONE	NONE	NONE
-----				
-----				
-----				
-----				

**2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
-----				
-----				
-----				
-----				
-----				

Total number of other employees paid over \$50,000 ►

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DAVID & LINDA HUGHES FOUNDATION

26-4700729

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

## Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
<b>1</b>	NONE	
	.....	
<b>2</b>		
	.....	
<b>3</b>		
	.....	
<b>4</b>		
	.....	

Part IX-B **Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
<b>1</b>	<b>NONE</b>	
	----- -----	
<b>2</b>		
	----- -----	
All other program-related investments See instructions		
<b>3</b>	<b>NONE</b>	
	----- -----	
<b>Total. Add lines 1 through 3</b>		► 0

**Part X Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,031,199
b	Average of monthly cash balances	1b	8,065
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,039,264
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,039,264
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	15,589
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,023,675
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	51,184

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part)

1	Minimum investment return from Part X, line 6	1	51,184
2a	Tax on investment income for 2013 from Part VI, line 5	2a	411
b	Income tax for 2013. (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	411
3	Distributable amount before adjustments Subtract line 2c from line 1	3	50,773
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	50,773
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	50,773

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes:		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	68,921
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the.	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	68,921
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	411
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	6	68,510
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

## Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				50,773
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				23,273
b Total for prior years. 20, 20, 20				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 68,921				23,273
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				45,648
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	0	0	0	5,125
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

**Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)****N/A**

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ►				
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				0
c	Qualifying distributions from Part XII, line 4 for each year listed				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon.				
a	"Assets" alternative test—enter.				
(1)	Value of all assets				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c	"Support" alternative test—enter				
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)				0
(3)	Largest amount of support from an exempt organization				0
(4)	Gross investment income				0

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)****1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

**DAVID HUGHES**

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

**N/A****2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ►  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<i>a Paid during the year</i> See Attached Statement				
<b>Total</b>				► 3a 65,000
<i>b Approved for future payment</i> NONE				
<b>Total</b>				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue.					
a						
b						
c						
d						
e						
f						
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities					
<b>5</b>	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income					
<b>8</b>	Gain or (loss) from sales of assets other than inventory					
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory					
<b>11</b>	Other revenue: a					
b						
c						
d						
e						
<b>12</b>	Subtotal. Add columns (b), (d), and (e)		0		45,696	0
<b>13</b>	Total. Add line 12, columns (b), (d), and (e)				13	45,696

(See worksheet in line 13 instructions to verify calculations )

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )
Not Applicable	

**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash . . . . .  
(2) Other assets . . . . .

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization . . . . .  
(2) Purchases of assets from a noncharitable exempt organization . . . . .  
(3) Rental of facilities, equipment, or other assets . . . . .  
(4) Reimbursement arrangements . . . . .  
(5) Loans or loan guarantees . . . . .  
(6) Performance of services or membership or fundraising solicitations . . . . .

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

	Yes	No
<b>1a(1)</b>	X	
<b>1a(2)</b>	X	
<b>1b(1)</b>	X	
<b>1b(2)</b>	X	
<b>1b(3)</b>	X	
<b>1b(4)</b>	X	
<b>1b(5)</b>	X	
<b>1b(6)</b>	X	
<b>1c</b>	X	

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . .  Yes  No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it contains no false statement or omission of fact. I further declare under penalty of perjury that this declaration was made under the penalties of perjury.

May the IRS discuss this return  
with the preparer shown below  
(see instructions)?  Yes  No

Signature of officer or trustee		Date	Title	Use this section for the signature of the officer or trustee. If the officer or trustee is deceased, attach a copy of the death certificate.		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature		Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	DONALD J. ROMAN			4/10/2014		P00364310
	Firm's name ► PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ► 13-4008324		
Firm's address ► 600 GRANT STREET, PITTSBURGH PA 15219			Phone no	412-355-6000		

## Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Date Sold	Acquisition Method	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Total		Net Gain or Loss
													Gross Sales	Cost, Other Basis and Expenses	
													277,261	253,445	0
Long Term CG Distributions	Amount	25,845													0
Short Term CG Distributions															23,816
															0
															0
1	X FFA CRESCENT-I	30254TT759			7/12/2011	4/17/2013	7/1	7.1	661						50
2	X FFA CRESCENT-I	30254TT759			7/22/2012	4/17/2013	7.5	654							61
3	X FFA CRESCENT-I	30254TT759			1/2/2013		3.38	3.188							170
4	X FFA CRESCENT-I	30254TT759			2/8/2011	4/17/2013	15.216	13.892							1,324
5	X WA WORLDWIDE-I	45070A206			12/15/2010	4/17/2013	2.082	2.054							28
6	X WA WORLDWIDE-I	45070A206			1/13/2011	4/17/2013	5.524	5.541							-7
7	X WA WORLDWIDE-I	45070A206			12/13/2012	4/17/2013	2.562	2.418							0
8	X WA WORLDWIDE-I	45070A206			3/26/2010	4/17/2013	9.821	8.915							906
9	X VA WORLD FUND-I	45070A206			3/26/2010	8/17/2013	10.000	8.675							1,323
10	X ALTEGRIS MANAG EUT STRA	66537V336			1/13/2011	9/6/2013	5,000	5,335							-935
11	X ALTEGRIS MANAG EUT STRA	66537V336			1/13/2011	10/15/2013	5,000	5,008							-908
12	X ALTEGRIS MANAG EUT STRA	66537V336			1/12/2013	20/09/2013	5,000	5,000							0
13	X PIMCO COMMODITY RR STRA	722005687			1/14/2010	10/15/2013	5,000	7,330							3,077
14	X UNIT	78463V07			1/11/2011	1/17/2013	8	8							32
15	X UNIT	78463V07			1/11/2011	2/2/2013	8	9							0
16	X UNIT	78463V07			1/11/2011	3/12/2013	8	9							0
17	X UNIT	78463V07			1/11/2011	4/9/2013	8	9							0
18	X UNIT	78463V07			1/11/2011	5/10/2013	8	10							-1
19	X UNIT	78463V07			1/11/2011	6/17/2013	7	9						0	2
20	X UNIT	78463V07			1/11/2011	7/10/2013	7	10							0
21	X UNIT	78463V07			1/11/2011	8/15/2013	7	9							0
22	X UNIT	78463V07			1/11/2011	9/19/2013	7	9							0
23	X UNIT	78463V07			1/11/2011	10/14/2013	7	10							0
24	X UNIT	78463V07			1/11/2011	11/13/2013	6	7							-3
25	X UNIT	78463V07			1/11/2011	12/17/2013	6	9							0
26	X UNIFIED IRON STRATEGIC IN	90470K446			1/13/2011	1/24/2013	15,000	15,615							41
27	X UNIFIED IRON STRATEGIC IN	90470K446			3/28/2010	4/17/2013	4,447	4,62							-574
28	X UNIFIED IRON STRATEGIC IN	90470K446			6/28/2010	4/17/2013	4,39	4,39							0
29	X UNIFIED IRON STRATEGIC IN	90470K446			9/28/2010	4/17/2013	616	644							-28
30	X UNIFIED IRON STRATEGIC IN	90470K446			12/8/2010	4/17/2013	1,428	1,497							-69
31	X UNIFIED IRON STRATEGIC IN	90470K446			12/29/2010	4/17/2013	1,498	1,481							284
32	X UNIFIED IRON STRATEGIC IN	90470K446			1/13/2011	4/17/2013	4,045	4,226							0
33	X UNIFIED IRON STRATEGIC IN	90470K446			6/28/2011	4/17/2013	926	962							-36
34	X UNIFIED IRON STRATEGIC IN	90470K446			12/16/2010	4/17/2013	934	1,026							-32
35	X UNIFIED IRON STRATEGIC IN	90470K446			3/24/2010	5/22/2013	456	461							-5
36	X UNIFIED IRON STRATEGIC IN	90470K446			12/30/2009	5/22/2013	14,365	14,081							284
37	X IRON STRATEGIC INCOME FUND	90470K446			12/30/2009	9/6/2013	26,055	25,919							136
38	X IRON STRATEGIC INCOME FUND	90470K446			9/28/2011	9/6/2013	732	715							0
39	X IRON STRATEGIC INCOME FUND	90470K446			12/5/2011	9/6/2013	4,421	4,221							0
40	X UNIFIED IRON STRATEGIC IN	90470K446			1/14/2010	4/17/2013	245	250							5
41	X UNIFIED IRON STRATEGIC IN	90470K446			5/14/2010	5/22/2013	14,750	14,750							0
42	X UNIFIED IRON STRATEGIC IN	90470K446			6/23/2010	5/22/2013	179	179							0
43	X UNIFIED IRON STRATEGIC IN	90470K446			1/19/2010	5/22/2013	250	250							0
44	X IRON STRATEGIC INCOME FUND	90470K446			12/28/2011	9/6/2013	988	952							46
45	X IRON STRATEGIC INCOME FUND	90470K446			3/28/2012	9/6/2013	1,493	1,458							35
46	X IRON STRATEGIC INCOME FUND	90470K446			6/27/2012	9/6/2013	1,196	1,154							42
47	X IRON STRATEGIC INCOME FUND	90470K446			9/26/2012	9/6/2013	1,138	1,123							15
48	X IRON STRATEGIC INCOME FUND	90470K446			6/28/2013	9/6/2013	282	278							4
49	X VANGUARD INFLATION-PROT	922031745			3/30/2011	5/22/2013	250	250							-11
50	X VANGUARD INFLATION-PROT	922031745			6/29/2011	5/22/2013	1,234	1,222							0
51	X VANGUARD INFLATION-PROT	922031745			9/29/2011	5/22/2013	281	289							0
52	X VANGUARD INFLATION-PROT	922031745			1/27/2011	5/22/2013	166	170							2
53	X VANGUARD INFLATION-PROT	922031745			1/13/2011	5/22/2013	16,196	15,010							1,176
54	X VANGUARD INFLATION-PROT	922031745			3/29/2012	5/22/2013	131	132							-1
55	X VANGUARD INFLATION-PROT	922031745			6/27/2013	5/22/2013	49	50							0
56	X VANGUARD INFLATION-PROT	922031745			9/27/2013	5/22/2013	1,234	1,222							0
57	X VANGUARD INFLATION-PROT	922031745			3/27/2013	5/22/2013	166	170							0
58	X VANGUARD INFLATION-PROT	922031745			1/13/2011	5/22/2013	16,196	176							2
59	X VANGUARD INFLATION-PROT	922031745			3/29/2012	5/22/2013	24	24,990							-24
60	X VANGUARD INFLATION-PROT	922031745			6/27/2013	5/22/2013	108	110							0
61	X VANGUARD SIT INVEST GRA	922031836			10/29/2010	8/17/2013	11,301	11,171							0
62	X VANGUARD SIT INVEST GRA	922031836			11/30/2012	8/17/2013	17	18							-1
63	X VANGUARD SIT INVEST GRA	922031836			11/28/2010	8/17/2013	52	53							0
64	X VANGUARD SIT INVEST GRA	922031836			12/28/2012	8/17/2013	174	176							2
65	X VANGUARD SIT INVEST GRA	922031836			12/31/2012	8/17/2013	69	67							-1
66	X VANGUARD SIT INVEST GRA	922031836			1/31/2013	8/17/2013	67	68							0
67	X VANGUARD SIT INVEST GRA	922031836			2/28/2013	8/17/2013	59	60							-1
68	X VANGUARD SIT INVEST GRA	922031836			3/28/2013	8/17/2013	148	150							0

### **Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory**

Long Term CG Distributions		Amount	Capital Gains/Losses Other sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions		25,845	0		277,261		253,445	
		Total		Gross Sales		23,816		
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Acquisition Date Acquired	Date Sold	Gross Sales Prcs	Cost or Other Basis
689	X	VANGUARD SUT INVEST GR-A	922031836		4/30/2013	8/17/2013	60	60
70	X	VANGUARD SUT INVEST GR-A	922031836		5/31/2013	8/17/2013	62	62
71	X	VANGUARD SUT INVEST GR-A	922031836		6/28/2013	8/17/2013	60	60
72	X	VANGUARD SUT INVEST GR-A	922031836		12/30/2009	8/17/2013	19,124	18,980
73	X	VANGUARD SUT INVEST GR-A	922031836		10/28/2010	10/5/2013	64	65
74	X	VANGUARD SUT INVEST GR-A	922031836		11/27/2010	10/15/2013	36	37
75	X	VANGUARD SUT INVEST GR-A	922031836		9/30/2013	10/15/2013	36	36
76	X	VANGUARD SUT INVEST GR-A	922031836		12/30/2009	10/15/2013	9,854	9,763

**Part I, Line 16c (990-PF) - Other Professional Fees**

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	INVESTMENT MANAGEMENT FEES	7,754	3,877		3,877
2	INVESTMENT EXPENSES	88	44		44

**Part I, Line 18 (990-PF) - Taxes**

		369	139	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES	139	139		
2	ESTIMATED EXCISE PAYMENT	230			

**Part II, Line 13 (990-PF) - Investments - Other**

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV
1	PIMCO COMMODITY REALRTN STRATEGY		0	39,751	1,051,425
2	SCHWAB HEDGED EQUITY-SL		0	52,727	0
4	TCW GALILEO EMERGING MKTS INCM-I		0	46,179	0
5	VANGUARD TOTAL BD MKT INDEX-I		0	63,321	0
6	DFA EMERGING MKTS VALUE-I		0	27,219	0
7	TEMPLETON GLOBAL BD-ADV		0	45,756	0
8	TFS MARKET NEUTRAL FD		0	45,052	0
9	VANGUARD SHORT-TERM INV'T GRADE-A		0	11,744	0
10	ASTON RIVER RD SELECT VALUE-I		0	43,966	0
11	SPDR GOLD TR GOLD ETF		0	24,994	0
12	FPA CRESCENT-I		0	61,034	0
13	DFA US CORE EQUITY 2-I		0	97,094	0
14	IVA WORLDWIDE-I		0	49,357	0
15	VANGUARD HIGH DIVIDEND YIELD ETF		0	30,008	0
16	NORTHRN ALTEGRIS MGD FUTURES STR		0	15,081	0
17	DFA INT'L REAL ESTATE SECS PORT-I		0	18,354	0
18	WISDOMTREE JAPAN HEDGED EQUITY E		0	20,022	0
19	NEUBERGER BERMAN REAL ESTATE-I		0	18,659	0
20	ANGEL OAK MULTI-STRAT INCM-IS		0	20,574	0
21	ASTON/CORNERSTONE LARGE CAP VALU		0	70,518	0
22	ARTISAN INT'L VALUE-INV'S		0	101,469	0
23	LOOMIS SAYLES BD-I		0	25,595	0

## Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount		25.945		251,416		-2.029		-2.029	
Description of Property Sold		CUSIP #		How Acquired		Date Acquired		Date Sold		Gross Sales Price		Depreciation Allowed	
1 FPA CRESCENT-1		3102547759				7/1/2011	4/1/2013			711		661	
2 FPA CRESCENT-1		3102547759				7/27/2011	4/1/2013			715		654	
3 FPA CRESCENT-1		3102547759				7/27/2011	4/1/2013			3,358		3,188	
4 FPA CRESCENT-1		45070A206				12/15/2010	4/1/2013			15,216		13,892	
5 FPA WORLDWIDE-1		45070A206				1/13/2011	4/1/2013			2,082		2,054	
6 FPA WORLDWIDE-1		45070A206				1/13/2011	4/1/2013			5,524		5,541	
7 FPA WORLDWIDE-1		45070A206				1/13/2011	4/1/2013			2,582		2,418	
8 FPA WORLDWIDE-1		45070A206				1/26/2010	4/1/2013			9,821		9,915	
9 FPA WORLD FUND-1		45070A206				3/28/2010	8/1/2013			10,000		6,675	
10 ALLEGRI'S MANAG FUT STRATEG-1		63537V328				7/13/2011	8/8/2013			5,000		5,935	
11 ALLEGRI'S MANAG FUT STRATEG-1		63537V338				7/13/2011	10/1/2013			5,000		5,908	
12 ALLEGRI'S MANAG FUT STRATEG-1		63537V338				7/13/2011	11/2/2013			20,000		23,077	
13 FINCO COMMODITY RR STRAT INS		80537V5887				1/14/2010	10/5/2013			5,000		32	
14 UNIT		73463V107				1/11/1901	1/7/2013			8		7,330	
15 UNIT		73463V107				1/11/1901	1/7/2013			8		8	
16 UNIT		73463V107				1/11/1901	3/1/2013			8		9	
17 UNIT		73463V107				1/11/1901	4/9/2013			8		9	
18 UNIT		73463V107				1/11/1901	4/9/2013			8		9	
19 UNIT		73463V107				1/11/1901	8/17/2013			8		10	
20 UNIT		73463V107				1/11/1901	11/2/2013			8		9	
21 UNIT		73463V107				1/11/1901	7/1/2013			7		10	
22 UNIT		73463V107				1/11/1901	8/15/2013			7		9	
23 UNIT		73463V107				1/11/1901	8/17/2013			7		9	
24 UNIT		73463V107				1/11/1901	11/1/2013			6		9	
25 UNIT		73463V107				1/11/1901	12/1/2013			6		9	
26 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/13/2011	1/27/2013			15,000		41	
27 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/15/2013			447		15,615	
28 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
29 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
30 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
31 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
32 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
33 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
34 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
35 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
36 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
37 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
38 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
39 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
40 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
41 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
42 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
43 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
44 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
45 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
46 UNIFIED IRON STRATEGIC INCM-1		910470X446				1/11/1901	8/17/2013			429		15,615	
47 IRON STRATEGIC INCOME FUND-INST		910470X446				1/11/1901	8/17/2013			429		15,615	
48 IRON STRATEGIC INCOME FUND-INST		910470X446				1/11/1901	8/17/2013			429		15,615	
49 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
50 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
51 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
52 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
53 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
54 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
55 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
56 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
57 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
58 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
59 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
60 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
61 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
62 VANGUARD INFLATION-PROTECTED SI		910470X446				1/11/1901	8/17/2013			429		15,615	
63 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
64 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
65 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
66 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
67 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
68 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
69 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
70 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
71 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
72 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
73 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
74 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
75 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
76 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
77 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
78 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
79 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
80 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
81 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
82 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
83 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
84 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
85 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
86 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
87 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
88 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
89 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
90 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
91 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	
92 VANGUARD INVEST GR-ADM		910470X446				1/11/1901	8/17/2013			429		15,615	

**Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General**

**FLORIDA ATTORNEY GENERAL DOES NOT REQUIRE AND PREFERENCES THAT WE DO NOT FURNISH A COPY OF FORM 990-PF TO THEIR OFFICE**

**Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers**

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date	Amount
1 Credit from prior year return	1	15
2 First quarter estimated tax payment	2	58
3 Second quarter estimated tax payment	3	57
4 Third quarter estimated tax payment	4	58
5 Fourth quarter estimated tax payment	5	57
6 Other payments	6	
<b>7 Total</b>	<b>7</b>	<b>245</b>

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1 Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	23,273
2	2	
3	3	
4	4	
5	5	
6	6	
7	7	
8	8	
9	9	
<b>10 Total</b>	<b>10</b>	<b>23,273</b>

DAVID &amp; LINDA HUGHES FOUNDATION

26-4700729 Page 1 of 1

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

Name

ALPHA TAU OMEGA FOUNDATION

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution UNRESTRICTED GIFT	Amount 10,000
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Name

ALL SAINTS EPISCOPAL CHURCH

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution UNRESTRICTED GIFT	Amount 20,000
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Name

HIGHLANDS CASHIERS FOUNDATION

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution UNRESTRICTED GIFT	Amount 30,000
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Name

KITTINGER F-4 PARK

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution UNRESTRICTED GIFT	Amount 5,000
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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